

DECLARATION OF  
CUSTODIAN OF RECORDS  
OF ABEBOOKS INC.

RE: Pearson Education, Inc., et al. v. RK Sellers, et al.,  
07 Civ. 6914 (GEL)

COUNTRY OF CANADA )  
Province OF British Columbia ) SS.:

I, John L. Chase, declare pursuant to 28 U.S.C. § 1746 that the following is true and correct.

1. I am over the age of 18 years and not a party to this action. I am employed by Abebooks Inc. in the position of Chief Financial Officer. My business address is 655 Tyee Road - Suite 500, Victoria, British Columbia V9A 6X5.

2. I am duly authorized as a custodian of the enclosed business records, consisting of "Accounts on Abebooks," "ARHistory-CID5286404," "ARHistory-CID51331916," "ARHistory-CID50248741," "CID 5286404 sales info," "CID 51331916 sales info," "RK Seller."

3. These documents were prepared by Abebooks Inc. personnel (a) in the ordinary course of their duties; (b) at or near the time of the events; and (c) from information transmitted by a person with knowledge of those matters. These documents have been kept in the ordinary course of Abebooks Inc.'s business. It was the regular practice of Abebooks Inc. to make the enclosed business records.

4. A subpoena has been served upon Abebooks Inc. for production of these business records. I have

delivered the foregoing records to the attorney for subpoenaing party.

I declare under the penalty of perjury under the laws of the United States and the nation of Canada that the foregoing is true and correct.

Jan 25, 2008  
Date

[Signature]  
John L. Chase  
Chief Financial Officer

Sworn to before me this  
25 Day of January, 2008

[Signature]  
Notary Public  
(affix seal or stamp)  
**Patrick C. Trelawny**  
Barrister & Solicitor  
#1212 - 1175 Douglas St.  
Victoria, B.C., V8W 2E1  
250-382-7222